

INVESTTOOLS INC  
Form 8-K  
December 14, 2005

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**  
**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported)**

**December 14, 2005 (December 8, 2005)**

**INVESTTOOLS INC.**

Exact Name of Registrant as Specified in its Charter

**DELAWARE**

State of Incorporation or Organization

**0-31226**

(Commission File Number)

**76-0685039**

(I.R.S. Employer Identification No.)

**13947 SOUTH MINUTEMAN DRIVE, DRAPER, UTAH**

Address of Principal Executive Offices

**84020**

Zip Code

**(801) 816-6913**

Registrant's telephone number,  
including area code

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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## Entry into a Material Definitive Agreement

With respect to termination provisions under the Agreement, for termination without cause, the Company shall have the right to terminate Ms. Simmonds' employment by providing 30 days written notice, in which case the Company shall provide Ms. Simmonds with severance compensation in an amount equal to the greater of (i) six months' base salary, less applicable taxes or (ii) the severance pay to which Ms. Simmonds would be entitled under a severance pay plan, if any, in effect at the time of Ms. Simmonds' termination without cause. In the event that a change of control of the Company occurs within the first three years of Ms. Simmonds' employment, such that Ms. Simmonds is terminated as a result of the change of control event, Ms. Simmonds shall be entitled to receive a cash severance benefit in an amount equal to nine months' base salary, less applicable taxes.

**Departure of Directors or Principal Officers; Election of Directors; Appointment of**

Pursuant to an employment agreement between INVESTools Inc. (the "Company") and Ainslie J. Simmonds, Ms. Simmonds was appointed as Senior Vice President and Chief Marketing/Product Development Officer of the Company effective December 8, 2005.

Prior to joining the Company, Ms. Simmonds was a Partner at Markitecture LLC, a marketing consulting firm located in Norwalk, Connecticut. From 2000 to 2002, Ms. Simmonds was Vice President of Marketing for Molson USA LLC, a joint venture between Molson Breweries and the Coors Brewing Company. From 1992 to 2000, she served in progressive marketing related positions, including Director of Marketing, for Campbell Soup Company's North American operations. Ms. Simmonds received her B.A. degree in Business Administration with honors in 1992 from the University of Western Ontario and her M.B.A. in 1997 from Harvard University.

Prior to Ms. Simmonds' appointment, there was no arrangement or understanding between Ms. Simmonds or the Company and any other person pursuant to which she was appointed as Senior Vice President and Chief Marketing / Product Development Officer of the Company.

The disclosure set forth in Item 1.01 of this Current Report on Form 8-K is incorporated by reference into this Item 5.02.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits.

10.1 Executive Employment Agreement, dated as of December 8, 2005, between the Company and Ainslie J. Simmonds.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

INVESTTOOLS, INC.

By:           /s/           IDA K. KANE  
Ida K. Kane  
Chief Financial Officer

Dated: December 14, 2005

**EXHIBIT INDEX**

| No.  | Description  |
|------|--|
| 10.1 | Executive Employment Agreement, dated as of December 8, 2005, between the Company and Ainslie J. Simmonds. |